

AUTHORIZATION OF MANAGING MEMBER OF SEI INSIEME LLC

WILLIAM G. RAINERO, the undersigned, being a managing member
(**“Manager”**) of SEI INSIEME LLC, a limited liability company formed under the laws
of the State of New York (the **“Company”**), hereby adopts the following resolutions:

WHEREAS, the Manager reviewed the financial situation of the Company and
consulted legal counsel as to the ramifications of a Chapter 11 Bankruptcy as opposed to
other potential financial solutions for the Company.

WHEREAS, the Company owns a second money-purchase mortgage on
properties located at 307 and 309 Sixth Avenue, NY, NY.

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the
Manager, it is desirable and in the best interests of the Company, its creditors, and other
parties in interest, that the Company file or cause to be filed a voluntary petition for relief
under the provisions of chapter 11 of title 11 of the United States Code (the **“Bankruptcy
Code”**); and it is

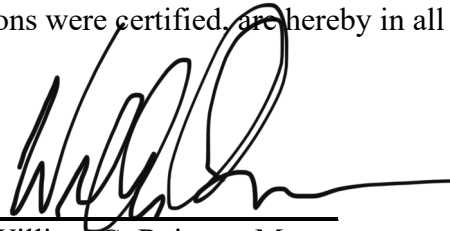
FURTHER RESOLVED, that the Manager is authorized and directed to employ
the law firm of Bronson Law Offices, P.C., as general bankruptcy counsel to represent
and assist the Company in carrying out its duties under the Bankruptcy Code, and to take
any and all actions to advance the Company’s rights and obligations, including filing any
pleadings and petitions for relief; and in connection therewith, the Manager is hereby
authorized and directed to execute appropriate retention agreements, pay appropriate
retainers, and to cause to be filed an appropriate application for authority to retain the
services of Bronson Law Offices, P.C., and it is

FURTHER RESOLVED, that the Manager is authorized and directed to close
all existing bank accounts and open a Debtor in Possession Bank Account with a bank
approved by the U.S. Trustee for such purpose, and it is

FURTHER RESOLVED, that in addition to the specific authorizations
heretofore conferred upon the Manager, the Manager is, authorized, directed, and
empowered, in the name of, and on behalf of the Company to take or cause to be taken
any and all such further actions, to execute and deliver any and all such agreements,
certificates, instruments, and other documents and to pay all expenses, including filing
fees, in each case as in such Manager’s judgment shall be necessary or desirable to fully
carry out the intent and accomplish the purposes of the resolutions; and it is

FURTHER RESOLVED, that all acts, actions, and transactions relating to the
matters contemplated by the foregoing resolutions are done in the name of and on behalf
of the Company, which acts would have been approved by the foregoing resolutions

except that such acts were taken before these resolutions were certified, are hereby in all respects approved and ratified.


William G. Rainero, Manager

Dated: Harrison, NY
December 13, 2022